

STATE OF MISSISSIPPI

COUNTY OF DESOTO

10/12/06 8:17:18 P  
BK 116 PG 499 P  
DESOTO COUNTY, MS P  
W.E. DAVIS, CH CLERK

**AMENDED CERTIFICATE OF TRUST**

The undersigned individuals, pursuant to Section 91-9-7 of the Mississippi Code of 1972,  
do hereby execute the following document and set forth:

1. The name of the trust:

VERMELLE S. UTLEY FAMILY TRUST  
Dated April 25, 2003

2. The address of the office of the Successor Trustee:

6933 Crumpler Boulevard  
Olive Branch, MS 38654

3. The name and address of the Successor Trustee:

Mark Douglas Utley  
6933 Crumpler Boulevard  
Olive Branch, MS 38654

4. The name and address of the Grantor:

Vermelle S. Utley  
105 Van Dorn Avenue  
Holly Springs, MS 38635

5. The legal description of all interests in real property owned or conveyed to the Trust:

See Exhibit "A" attached hereto and made a part hereof by reference for description.

6. The anticipated date of termination:

Grantor's spouse, Walter A. Utley is deceased. The date is based upon the death of the Grantor, and up to ten (10) years after the death of Grantor, but could extend longer if a beneficiary dies prior to that period.

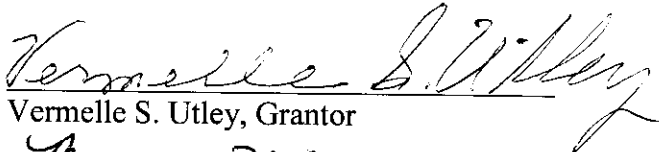
7. The general powers granted to the Successor Trustee under the terms of the Trust:

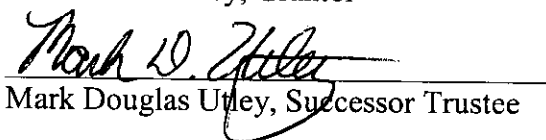
I hereby grant to the Successor Trustee established hereunder, the continuing, absolute, discretionary power to deal with any property, real or personal, held in trust as freely as I might in the handling of my own affairs. Such power may be

exercised independently without prior or subsequent approval of any judicial authority, and no person dealing with the Successor Trustee shall be required to inquire into the propriety of its actions. Without limiting the generality of the foregoing, I hereby grant to the Successor Trustee and to any successor hereunder the following specific powers and authority in addition to and not in substitution of powers conferred by law:

In the administration of this Trust, the Successor Trustee shall have all of the specific powers set forth in Miss. Code Ann., Section 91-9-101 et. Seq. (1972), as now enacted or hereinafter amended.

WITNESS the signature of the Grantor and Successor Trustee, this 10<sup>th</sup> day of October, 2006.

  
Vermelle S. Utley, Grantor

  
Mark Douglas Utley, Successor Trustee

STATE OF MISSISSIPPI

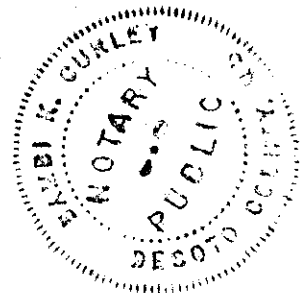
COUNTY OF DESOTO

PERSONALLY appeared before me, the undersigned authority in and for the aforesaid county and state, on this 10<sup>th</sup> day of October, 2006, within my jurisdiction, the within named VERMELLE S. UTLEY, who acknowledged as Grantor that she executed the above and foregoing Amended Certificate of Trust on the date and for the purposes therein set forth as her voluntary act and deed.

  
NOTARY PUBLIC

My Commission Expires:

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE  
MY COMMISSION EXPIRES: Nov 27, 2009  
BONDED THRU NOTARY PUBLIC UNDERWRITERS



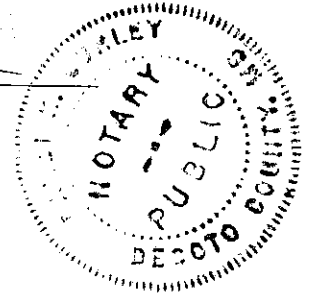
STATE OF MISSISSIPPI

COUNTY OF DESOTO

PERSONALLY appeared before me, the undersigned authority in and for the aforesaid county and state, on this 10<sup>th</sup> day of October, 2006, within my jurisdiction, the within named

MARK DOUGLAS UTLEY, who acknowledged as Successor Trustee that he executed the above and foregoing Amended Certificate of Trust on the date and for the purposes therein set forth as his voluntary act and deed.

Bank K Gwiley  
NOTARY PUBLIC



My Commission Expires:

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE  
MY COMMISSION EXPIRES: Nov 27, 2009  
BONDED THRU NOTARY PUBLIC UNDERWRITERS

Grantor's Address:

105 Van Dorn Avenue  
Holly Springs, MS 38635  
Bus. Phone: 662-252-5200

Successor Trustee's Address:

6933 Crumpler Blvd.  
Olive Branch, MS 38654  
Bus. Phone: 662-895-0099

**Prepared by and return to:**

Gary P. Snyder  
Watkins Ludlam Winter & Stennis, P.A.  
P.O. Box 1456  
Olive Branch, MS 38654  
662-895-2996

**EXHIBIT "A"**

Being Lots 2 and 3, Phase 1, The Village Shops of Crumpler Place as recorded in Plat Book 47, Page 32, in the DeSoto County Chancery Clerk's Office and more particularly described by metes and bounds as follows:

**Lot 2**

Commencing at the northwest corner of Section 32, Township 1 South, Range 6 West in Olive Branch, DeSoto County, Mississippi; thence S 89°18'00" E, and with the north line of Section 32 and the center of Goodman Road (148-foot R/W at this point), a distance of 1,955.60 feet to a point; thence S 00°42'00" W a distance of 209.24 feet to a point in the east line of Crumpler Boulevard (R/W varies); thence S 04°08'01" W, and with said east line, a distance of 65.00 feet to the true POINT OF BEGINNING; thence S 89°29'09" E, and with the south line of Lot 4 and a south line of Lot 1, a distance of 247.81 feet to an iron rod (found); thence S 00°30'51" W, and with a west line of Lot 1, a distance of 346.28 feet to an iron rod (set), thence S 89°29'08" E a distance of 68.32 feet to an iron rod (set); thence S 00°30'48" W a distance of 288.55 feet to an iron rod (found); thence N 89°19'47" W a distance of 117.11 feet to a point in the east line of Crumpler Boulevard; thence N 42°34'15" W, and with said east line, a distance of 79.91 feet to a point of tangent curve; thence along a curve to the right having a radius of 545.88 feet an arc distance of 412.25 feet (chord = N 20°56'09" W 402.53 feet) to a point in said east line; thence N 00°41'58" E, and with the east line of Crumpler Boulevard, a distance of 166.40 feet to a point; thence N 04°08'00" E a distance of 35.18 feet to the POINT OF BEGINNING and containing 3.472 acres or 151,240 square feet, more or less.

**Lot 3**

Commencing at the northwest corner of Section 32, Township 1 South, Range 6 West in Olive Branch, DeSoto County, Mississippi; thence S 89°18'00" E, and with the north line of Section 32 and the center of Goodman Road (R/W varies), a distance of 2,795.28 feet to a point; thence S 00°42'00" W a distance of 100.00 feet to an iron rod (set), the true POINT OF BEGINNING; thence S 00°40'15" W a distance of 810.19 feet to an iron rod (found); thence N 89°19'47" W a distance of 255.74 feet to an iron rod (found); thence N 00°30'51" E, and with the east line of Lot 1, a distance of 289.29 feet to an iron rod (set); thence S 89°29'16" E a distance of 21.68 feet to an iron rod (set); thence N 00°30'50" E, and with the east line of Lot 1, a distance of 346.28 feet to an iron rod (set); thence S 89°29'09" E, and with the south line of Lot 5, a distance of 187.80 feet to an iron rod (set); thence N 00°40'12" E, and with the east line of Lot 5, a distance of 173.96 feet to an iron rod (set) in the south line of Goodman Road (200-foot R/W at this point); thence S 89°26'31" E, and with said south line, a distance of 48.00 feet to the POINT OF BEGINNING and containing 3.765 acres or 164,003 square feet, more or less.

Said properties are located in the Northeast Quarter and the Northwest Quarter of Section 32, Township 1 South, Range 6 West, DeSoto County, Mississippi.